

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

BLOCKCHAIN MINING SUPPLY AND
SERVICES LTD.,

Plaintiff,

—against—

SUPER CRYPTO MINING, INC. n/k/a
DIGITAL FARMS, INC. and DPW
HOLDINGS, INC. n/k/a AULT ALLIANCE,
INC.,

Defendants.

Civil Action No. 1:18-cv-11099-ALC

EXHIBIT YYYY

**TO THE DECLARATION OF RICHARD S. MANDEL IN SUPPORT
OF PLAINTIFF'S MOTION FOR SUMMARY JUDGMENT**

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

BLOCKCHAIN MINING SUPPLY AND
SERVICES LTD.,

Plaintiff,

–against–

SUPER CRYPTO MINING, INC. n/k/a
DIGITAL FARMS, INC., and DPW
HOLDINGS, INC. n/k/a AULT GLOBAL
HOLDINGS, INC.,

Defendants.

Civil Action No. 1:18-cv-11099-ALC

EXHIBIT S

**TO DECLARATION OF DASHA CHESTUKHIN
IN SUPPORT OF PLAINTIFF’S OPPOSITION TO DEFENDANTS’
MOTION TO DISMISS THE FIRST AMENDED COMPLAINT
PURSUANT TO FRCP 12(b)(2) AND 12(b)(6)**

Message

From: Milton Todd Ault III [toddault@gmail.com]
Sent: 9/7/2018 7:19:14 AM
To: Willy Tencer [wtencer@midcitycapital.ca]
CC: Darren Magot [darren@supercrypto.com]; Joe Kalfa - NADW [joekalfa@gmail.com]; Milton Ault III [todd@dpwholdings.com]
Subject: Re: update

Sorry

Let's talk today.

Every thing looks good to pay you down

Darren and I will call you

On Fri, Sep 7, 2018 at 10:18 AM Willy Tencer <wtencer@midcitycapital.ca> wrote:

Surprisingly, I Still have not received any response. What's the update?

It's a simple question.

I would a appreciate a response.

thx

Willy Tencer

Blockchain Mining Supply and Services Ltd.

200 - 345 Wilson Ave.,

Toronto, ON M3H 5W1

Tel. 416 398 1198

Fax 416 398 0878

wtencer@midcitycapital.ca

From: Willy Tencer [mailto:wtencer@midcitycapital.ca]

Sent: September 5, 2018 10:40 AM

To: 'Milton Ault III' <todd@dpwholdings.com>; 'Darren Magot' <darren@supercrypto.com>

Cc: Joe Kalfa - NADW <joekalfa@gmail.com>

Subject: update

Can you respond and give me an update.

Thx.

Willy Tencer

Blockchain Mining Supply and Services Ltd.

200 - 345 Wilson Ave.,
Toronto, ON M3H 5W1
Tel. 416 398 1198
Fax 416 398 0878
wtencer@midcitycapital.ca

From: Willy Tencer [mailto:wtencer@midcitycapital.ca]
Sent: September 4, 2018 9:51 AM
To: 'Milton Ault III' <todd@dpwholdings.com>; 'Darren Magot' <darren@supercrypto.com>
Cc: Joe Kalfa - NADW <joealfa@gmail.com>
Subject: update

Good morning Todd.
Did your financing deal close as anticipated last Friday?
Are you sending us a wire?
We are anxious to release these machines from the warehouse.

Willy Tencer
Blockchain Mining Supply and Services Ltd.
200 - 345 Wilson Ave.,
Toronto, ON M3H 5W1
Tel. 416 398 1198
Fax 416 398 0878
wtencer@midcitycapital.ca

--

Thanks,

Todd

Milton "Todd" Ault, III
D: 949-534-AULT (2858)

This message may contain confidential and/or restricted information. If you are not the addressee or authorized to receive this for the addressee, you must not use, copy, disclose, or take any action based on this message or any information herein. This information should only be forwarded or distributed on a "need to know basis". If you have received this message in error, please advise the sender immediately by reply e-mail and delete this message. Thank you for your cooperation.

Message

From: Milton Ault III [todd@dpwholdings.com]
Sent: 10/8/2018 6:58:14 PM
To: Willy Tencer [wtencer@midcitycapital.ca]
CC: Darren Magot [darren@supercrypto.com]; Joe Kalfa - NADW [joekalfa@gmail.com]
Subject: Re: Super Crypto statement

Willy

I am on the ground in silicone valley:

I am seeing the board for dinner: at 8:30 am pst time Darren and I will call you.

We are committed to closing this week.

Early in the Am you me and Darren will wrap this up.

I promise 14 hours from now this mess will be over

Todd

On Mon, Oct 8, 2018 at 6:54 PM Willy Tencer <wtencer@midcitycapital.ca> wrote:

I am calling it an early night tonight.

Sorry, I can't take your call today.

Please put in an email what ever it is you wanted to tell me.

I have an appointment to speak with my Attorney at 10:00 am tomorrow.

Willy Tencer

Blockchain Mining Supply and Services Ltd.

200 - 345 Wilson Ave.,

Toronto, ON M3H 5W1

Tel. 416 398 1198

Fax 416 398 0878

wtencer@midcitycapital.ca

From: Darren Magot [mailto:darren@supercrypto.com]

Sent: October 8, 2018 8:44 PM

To: Willy Tencer <wtencer@midcitycapital.ca>

Cc: Milton Ault III <todd@dpwholdings.com>; Joe Kalfa - NADW <joekalfa@gmail.com>

Subject: Re: Super Crypto statement

Hi Willy

We just landed and will call in 30-40 minuets

Darren Magot
(714)887-6377

On Oct 8, 2018, at 5:01 PM, Willy Tencer <wtencer@midcitycapital.ca> wrote:

As seems to be true to your form, you have again misled me and did not place the call as promised.
THIS IS NOT GOOD!

In the spirit of cooperation, I have again trusted you and delayed further action.

There is no reason that you could not find the time to call and advise when payment is being sent.

I will be moving forward tomorrow.

Willy Tencer
Blockchain Mining Supply and Services Ltd.
200 - 345 Wilson Ave.,
Toronto, ON M3H 5W1
Tel. 416 398 1198
Fax 416 398 0878
wtencer@midcitycapital.ca

From: Darren Magot [<mailto:darren@supercrypto.com>]
Sent: October 8, 2018 4:00 PM
To: Willy Tencer <wtencer@midcitycapital.ca>
Cc: Milton Ault III <todd@dpwholdings.com>; Joe Kalfa - NADW <joekalfa@gmail.com>
Subject: RE: Super Crypto statement

Hello Willy,

Todd is stuck on calls but heading to the airport and asked me to let you know that he will call. Sorry for the delay.

Darren Magot
714-887-6377

From: Willy Tencer <wtencer@midcitycapital.ca>
Sent: Sunday, October 7, 2018 6:50 PM
To: Darren Magot <darren@supercrypto.com>
Cc: Milton Ault III <todd@dpwholdings.com>; Joe Kalfa - NADW <joekalfa@gmail.com>
Subject: Re: Super Crypto statement

That would be great. I'll hold off until I hear from him at 12:00 pst.

I thought I understood the timing but will wait for Todd's call.

Willy Tencer

Blockchain Mining Supply and Services Ltd

200-345 Wilson Ave.

Toronto, On. Canada

M3H5W1

Tel. 416 398 1198

wtencer@midcitycapital.ca

On Oct 7, 2018, at 9:38 PM, Darren Magot <darren@supercrypto.com> wrote:

Hello Willy,

I just spoke with Todd. He is driving back from AZ right now but wants to review all your emails and then connect tomorrow to discuss the plan. He felt that we had a plan but weren't clear on the adjustments in timing. I expect that we can clear all of this up tomorrow.

Could we reach out around 12 noon PST?

Darren Magot

714-887-6377

From: Willy Tencer <wtencer@midcitycapital.ca>

Sent: Sunday, October 7, 2018 3:04 PM

To: 'Milton Ault III' <todd@dpwholdings.com>; Darren Magot <darren@supercrypto.com>

Cc: Joe Kalfa - NADW <joekalfa@gmail.com>

Subject: FW: Super Crypto statement

Here is the email sent on Sept. 13th. the balance due is still the same (\$1,547,495.00) except for the additional Storage charges which will be \$300.00 / day since Sept. 13th.

At this point, we have not added on our legal fees but that will be part of the claim which is being prepared tomorrow. (unless we receive a substantial wire).

Willy Tencer

Blockchain Mining Supply and Services Ltd.

200 - 345 Wilson Ave.,

Toronto, ON M3H 5W1

Tel. 416 398 1198

Fax 416 398 0878

wtencer@midcitycapital.ca

From: Willy Tencer [mailto:wtencer@midcitycapital.ca]
Sent: September 13, 2018 3:30 PM
To: 'Milton Ault III' <todd@dpwholdings.com>; 'darren@supercrypto.com' <darren@supercrypto.com>
Cc: Joe Kalfa - NADW <joekalfa@gmail.com>
Subject: Super Crypto statement

Attached please find your latest invoice for warehouse storage of the 600 machines.
Also attached is statement showing full history and total balance due for the release of the machines.
Looking forward to getting this finalized and moving on to the next chapter.
Let me know if you have any questions.

Willy Tencer
Blockchain Mining Supply and Services Ltd.
200 - 345 Wilson Ave.,
Toronto, ON M3H 5W1
Tel. 416 398 1198
Fax 416 398 0878
wtencer@midcitycapital.ca

--
Milton "Todd" Ault III
Chairman & CEO
DPW Holdings, Inc
714-916-8498 Cell

NYSE American (DPW)

Message

From: Milton Ault III [todd@dpwholdings.com]
Sent: 10/10/2018 2:01:54 PM
To: Willy Tencer [wtencer@midcitycapital.ca]
CC: Darren Magot [darren@supercrypto.com]; Joe Kalfa - NADW [joekalfa@gmail.com]
Subject: Re: last night

You will have deal terms tonight.

You will see.

I will follow up in a few hours.

All set

On Wed, Oct 10, 2018 at 2:00 PM Willy Tencer <wtencer@midcitycapital.ca> wrote:

Obviously not.

You are very convincing on the phone but considering you are in default and considering all the slack we have given you I am amazed at your lack of communication.

You are like the boy who cried wolf. I have a hard time believing you.

Sorry, I'm at the end of the line.

I am instructing the Attorney tomorrow to commence the action.

Willy Tencer

Blockchain Mining Supply and Services Ltd.

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Toronto, ON M3H 5W1

Tel. 416 398 1198

Fax 416 398 0878

wtencer@midcitycapital.ca

From: Milton Ault III [mailto:todd@dpwholdings.com]

Sent: October 10, 2018 9:55 AM

To: Willy Tencer <wtencer@midcitycapital.ca>

Cc: Darren Magot <darren@supercrypto.com>; Joe Kalfa - NADW <joekalfa@gmail.com>

Subject: Re: last night

Call u today we have. Solution

On Wed, Oct 10, 2018 at 5:29 AM Willy Tencer <wtencer@midcitycapital.ca> wrote:

What happened last night? Surprised you did not update me. Good thing I didn't stay up all night waiting for your call.

I need your confirmation by noon.

This needs to end today, one way or the other.

Willy Tencer

Blockchain Mining Supply and Services Ltd.

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Tel. 416 398 1198

Fax 416 398 0878

wtencer@midcitycapital.ca

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Milton "Todd" Ault III

Chairman & CEO

DPW Holdings, Inc

714-916-8498 Cell

NYSE American (DPW)

Message

From: Milton Ault III [todd@dpwholdings.com]
Sent: 8/9/2018 11:17:28 AM
To: Willy Tencer [wtencer@midcitycapital.ca]
CC: Darren Magot [darren@supercrypto.com]; joe kalfa [joekalfa@gmail.com]; toddault@gmail.com
Subject: Re: Update

Willy I am in New York working on this.

Please be calm for a few days.

I am very close with my bankers

On Thu, Aug 9, 2018 at 2:15 PM Willy Tencer <wtencer@midcitycapital.ca> wrote:

I'm sorry Todd, but since we have not heard from you all week, I have no choice but to move this up to the next level.

We have to hand this over to our Attorney for collection.

Our situation has changed and the our Bank will no longer ride this out. I held them off as long as possible but they are now putting pressure on us and will no longer consider this account an asset.

They are really pushing.

I'm sorry it's come to this but you must admit we have done everything in our power to be cooperative.

I know you give us a few thousand here and there but it's not helping. It barely covers the storage and our legal fees.

We agreed to work with you in regard to offering us a note to pay this account. We agreed to accept your corporate guarantee but nothing has come through.

We obviously prefer to have this settled. We have been open and flexible and are still willing to be flexible but we need a concrete proposal from you that you are willing and able to stand by. Unless something 100% concrete is received by Monday, I am giving a free hand to the attorney to do what needs to be done.

Be prepared, this will be an expensive ordeal.

We will not back off.

Willy Tencer
Blockchain Mining Supply and Services Ltd.
200 - 345 Wilson Ave.,
Toronto, ON M3H 5W1
Tel. 416 398 1198

Fax 416 398 0878

wtencer@midcitycapital.ca

From: Willy Tencer [<mailto:wtencer@midcitycapital.ca>]

Sent: August 8, 2018 10:58 AM

To: 'Milton Ault III' <todd@dpwholdings.com>

Cc: 'darren@supercrypto.com' <darren@supercrypto.com>; 'joe kalfa' <joekalfa@gmail.com>; 'toddault@gmail.com' <toddault@gmail.com>

Subject: RE: Update

Todd, we can't let this continue at this pace.

Let me know how this will be resolved.

I expect to hear from you today.

Willy Tencer

Blockchain Mining Supply and Services Ltd.

200 - 345 Wilson Ave.,

Toronto, ON M3H 5W1

Tel. 416 398 1198

Fax 416 398 0878

wtencer@midcitycapital.ca

From: Willy Tencer [<mailto:wtencer@midcitycapital.ca>]

Sent: August 7, 2018 7:17 PM

To: Milton Ault III <todd@dpwholdings.com>

Cc: darren@supercrypto.com; [joe kalfa <joekalfa@gmail.com>](mailto:joe kalfa@joekalfa@gmail.com); toddault@gmail.com

Subject: Re: Update

I thought you were calling today. What happened? I'm available.

Willy Tencer

Midcity Capital Ltd.

200-345 Wilson Ave.

Toronto, On. Canada

M3H5W1

Tel. 416 398 1198

Fax. 416 398 0878

wtencer@midcitycapital.ca

From: Willy Tencer <wtencer@midcitycapital.ca>
Sent: Sunday, July 29, 2018 2:52 PM
To: Milton Ault III
Cc: darren@supercrypto.com; joe kalfa; toddault@gmail.com
Subject: Re: Update

Todd, can you tell me what's going on regarding below request? (The note)

Willy Tencer
Blockchain Mining Supply and Services Ltd
200-345 Wilson Ave.
Toronto, On. Canada
M3H5W1
Tel. 416 398 1198
Fax. 416 398 0878
wtencer@midcitycapital.ca

From: Willy Tencer <wtencer@midcitycapital.ca>
Sent: Friday, July 27, 2018 6:40 PM
To: Milton Ault III
Cc: darren@supercrypto.com; joe kalfa; toddault@gmail.com
Subject: Re: Update

Thank you. Tell me what's going on regarding the note.

Willy Tencer
Midcity Capital Ltd.
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Tel. 416 398 1198
Fax. 416 398 0878
wtencer@midcitycapital.ca

From: Milton Ault III <todd@dpwholdings.com>
Sent: Friday, July 27, 2018 6:15 PM
To: Willy Tencer

Cc: darren@supercrypto.com; joe kalfa; toddault@gmail.com

Subject: Re: Update

Wired you another \$10000 today

Friday

On Fri, Jul 27, 2018 at 11:28 AM Willy Tencer <wtencer@midcitycapital.ca> wrote:

Do you have any further updates?

Willy Tencer
Midcity Capital Ltd.
200-345 Wilson Ave.
Toronto, On. Canada
M3H5W1
Tel. 416 398 1198
wtencer@midcitycapital.ca

--

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NYSE American (DPW)

--

Milton "Todd" Ault III
Chairman & CEO
DPW Holdings, Inc
714-916-8498 Cell

NYSE American (DPW)

Message

From: Milton Ault III [todd@dpwholdings.com]
Sent: 8/9/2018 11:24:36 AM
To: Willy Tencer [wtencer@midcitycapital.ca]
CC: Darren Magot [darren@supercrypto.com]; joe kalfa [joekalfa@gmail.com]; toddault@gmail.com
Subject: Re: Update

Why would I be wiring you if I intended not to pay.

Clearly I have been wiring

On Thu, Aug 9, 2018 at 2:23 PM Milton Ault III <todd@dpwholdings.com> wrote:
I speak the truth.

A lawsuit delays things a long time. Delay is a lawsuit.

On Thu, Aug 9, 2018 at 2:23 PM Willy Tencer <wtencer@midcitycapital.ca> wrote:

You are a master of delay.

Why did you not take the time to call when you said you would and instead just ignore us for 3 days?

Why did you stop sending wires?

Why should I believe you? accompany your size can do a lot more than what you've done.

I am not calm. I am not accustomed to doing business this way.

The end is here.

Willy Tencer

Blockchain Mining Supply and Services Ltd.

200 - 345 Wilson Ave.,

Toronto, ON M3H 5W1

Tel. 416 398 1198

Fax 416 398 0878

wtencer@midcitycapital.ca

From: Milton Ault III [mailto:todd@dpwholdings.com]

Sent: August 9, 2018 2:17 PM

To: Willy Tencer <wtencer@midcitycapital.ca>

Cc: darren@supercrypto.com; joe kalfa <joekalfa@gmail.com>; toddault@gmail.com

Subject: Re: Update

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I am very close with my bankers

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Our situation has changed and the our Bank will no longer ride this out. I held them off as long as possible but they are now putting pressure on us and will no longer consider this account an asset.

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Be prepared, this will be an expensive ordeal.

We will not back off.

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wtencer@midcitycapital.ca

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Sent: August 8, 2018 10:58 AM
To: 'Milton Ault III' <todd@dpwholdings.com>
Cc: 'darren@supercrypto.com' <darren@supercrypto.com>; 'joe kalfa' <joekalfa@gmail.com>; 'toddault@gmail.com' <toddault@gmail.com>
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Let me know how this will be resolved.
I expect to hear from you today.

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To: Milton Ault III <todd@dpwholdings.com>
Cc: darren@supercrypto.com; joe kalfa <joekalfa@gmail.com>; toddault@gmail.com
Subject: Re: Update

I thought you were calling today. What happened? I'm available.

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wtencer@midcitycapital.ca

From: Willy Tencer <wtencer@midcitycapital.ca>
Sent: Sunday, July 29, 2018 2:52 PM
To: Milton Ault III

Cc: darren@supercrypto.com; joe kalfa; toddault@gmail.com

Subject: Re: Update

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Toronto, On. Canada

M3H5W1

Tel. 416 398 1198

Fax. 416 398 0878

wtencer@midcitycapital.ca

From: Willy Tencer <wtencer@midcitycapital.ca>

Sent: Friday, July 27, 2018 6:40 PM

To: Milton Ault III

Cc: darren@supercrypto.com; joe kalfa; toddault@gmail.com

Subject: Re: Update

Thank you. Tell me what's going on regarding the note.

Willy Tencer

Midcity Capital Ltd.

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Toronto, On. Canada

M3H5W1

Tel. 416 398 1198

Fax. 416 398 0878

wtencer@midcitycapital.ca

From: Milton Ault III <todd@dpwholdings.com>

Sent: Friday, July 27, 2018 6:15 PM

To: Willy Tencer

Cc: darren@supercrypto.com; joe kalfa; toddault@gmail.com

Subject: Re: Update

Wired you another \$10000 today

Friday

On Fri, Jul 27, 2018 at 11:28 AM Willy Tencer <wtencer@midcitycapital.ca> wrote:

Do you have any further updates?

Willy Tencer
Midcity Capital Ltd.
200-345 Wilson Ave.
Toronto, On. Canada
M3H5W1
Tel. 416 398 1198
wtencer@midcitycapital.ca

--

Milton "Todd" Ault III
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DPW Holdings, Inc
714-916-8498 Cell

NYSE American (DPW)

--

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NYSE American (DPW)

--

Milton "Todd" Ault III
Chairman & CEO
DPW Holdings, Inc
714-916-8498 Cell

NYSE American (DPW)

Message

From: Milton Todd Ault III [toddault@gmail.com]
Sent: 8/13/2018 8:07:52 AM
To: Willy Tencer [wtencer@midcitycapital.ca]
CC: Darren Magot [darren@supercrypto.com]; Mariah Corbett [mariah@dpwholdings.com]; Milton Ault III [todd@dpwholdings.com]; joe kalfa [joekalfa@gmail.com]
Subject: Re: Update

Willy flying to NYC today.

As I suggested this would be the week we closed on funding.

I suggest a 2 pm eastern call Tuesday.

I am looking to close funding.

Todd

On Mon, Aug 13, 2018 at 5:28 AM Willy Tencer <wtencer@midcitycapital.ca> wrote:

Have not received any wires since last Monday.

Are we still talking?

Are you sending new wires?

What is the update with NYSE?

Are you sending corporate guarantee?

I need information. We are getting squeezed. I am doing my best to hold off but I need info today or you leave me no options.

Willy Tencer

Blockchain Mining Supply and Services Ltd.

200 - 345 Wilson Ave.,

Toronto, ON M3H 5W1

Tel. 416 398 1198

Fax 416 398 0878

wtencer@midcitycapital.ca

From: Mariah Corbett [mailto:mariah@dpwholdings.com]

Sent: August 10, 2018 2:54 PM

To: Willy Tencer <wtencer@midcitycapital.ca>

Cc: Milton Ault III <todd@dpwholdings.com>; Darren Magot <darren@supercrypto.com>; joe kalfa <joekalfa@gmail.com>; Todd Ault <toddault@gmail.com>

Subject: Re: Update

I will let Todd know about your wire today. Thanks Willy

On Fri, Aug 10, 2018 at 6:21 AM, Willy Tencer <wtencer@midcitycapital.ca> wrote:

Any update? Did you send a wire?

Willy Tencer

Blockchain Mining Supply and Services Ltd.

200 - 345 Wilson Ave.,

Toronto, ON M3H 5W1

Tel. 416 398 1198

Fax 416 398 0878

wtencer@midcitycapital.ca

From: Willy Tencer [<mailto:wtencer@midcitycapital.ca>]

Sent: August 9, 2018 2:34 PM

To: 'Milton Ault III' <todd@dpwholdings.com>

Cc: 'darren@supercrypto.com' <darren@supercrypto.com>; 'joe kalfa' <joekalfa@gmail.com>; 'toddault@gmail.com' <toddault@gmail.com>

Subject: RE: Update

You know that we have always been cooperative and have done everything to avoid a laws suit. But you are leaving me with little manoeuverability.

Send us a reasonable wire today. Show me some good faith and we'll give you a few more days.

Willy Tencer

Blockchain Mining Supply and Services Ltd.

200 - 345 Wilson Ave.,

Toronto, ON M3H 5W1

Tel. 416 398 1198

Fax 416 398 0878

wtencer@midcitycapital.ca

From: Milton Ault III [<mailto:todd@dpwholdings.com>]

Sent: August 9, 2018 2:24 PM

To: Willy Tencer <wtencer@midcitycapital.ca>

Cc: darren@supercrypto.com; joe kalfa <joekalfa@gmail.com>; toddault@gmail.com

Subject: Re: Update

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From: Milton Ault III [mailto:todd@dpwholdings.com]

Sent: August 9, 2018 2:17 PM

To: Willy Tencer <wtencer@midcitycapital.ca>

Cc: darren@supercrypto.com; joe kalfa <joealfa@gmail.com>; toddault@gmail.com

Subject: Re: Update

Willy I am in New York working on this.

Please be calm for a few days.

I am very close with my bankers

On Thu, Aug 9, 2018 at 2:15 PM Willy Tencer <wtencer@midcitycapital.ca> wrote:

I'm sorry Todd, but since we have not heard from you all week, I have no choice but to move this up to the next level.

We have to hand this over to our Attorney for collection.

Our situation has changed and the our Bank will no longer ride this out. I held them off as long as possible but they are now putting pressure on us and will no longer consider this account an asset.

They are really pushing.

I'm sorry it's come to this but you must admit we have done everything in our power to be cooperative.

I know you give us a few thousand here and there but it's not helping. It barely covers the storage and our legal fees.

We agreed to work with you in regard to offering us a note to pay this account. We agreed to accept your corporate guarantee but nothing has come through.

We obviously prefer to have this settled. We have been open and flexible and are still willing to be flexible but we need a concrete proposal from you that you are willing and able to stand by. Unless something 100% concrete is received by Monday, I am giving a free hand to the attorney to do what needs to be done.

Be prepared, this will be an expensive ordeal.

We will not back off.

Willy Tencer

Blockchain Mining Supply and Services Ltd.

200 - 345 Wilson Ave.,

Toronto, ON M3H 5W1

Tel. 416 398 1198

Fax 416 398 0878

wtencer@midcitycapital.ca

From: Willy Tencer [mailto:wtencer@midcitycapital.ca]

Sent: August 8, 2018 10:58 AM

To: 'Milton Ault III' <todd@dpwholdings.com>

Cc: 'darren@supercrypto.com' <darren@supercrypto.com>; 'joe kalfa' <joekalfa@gmail.com>;

'toddault@gmail.com' <toddault@gmail.com>

Subject: RE: Update

Todd, we can't let this continue at this pace.

Let me know how this will be resolved.

I expect to hear from you today.

Willy Tencer
Blockchain Mining Supply and Services Ltd.
200 - 345 Wilson Ave.,
Toronto, ON M3H 5W1
Tel. 416 398 1198
Fax 416 398 0878
wtencer@midcitycapital.ca

From: Willy Tencer [<mailto:wtencer@midcitycapital.ca>]
Sent: August 7, 2018 7:17 PM
To: Milton Ault III <todd@dpwholdings.com>
Cc: darren@supercrypto.com; joe kalfa <joekalfa@gmail.com>; toddault@gmail.com
Subject: Re: Update

I thought you were calling today. What happened? I'm available.

Willy Tencer
Midcity Capital Ltd.
200-345 Wilson Ave.
Toronto, On. Canada
M3H5W1
Tel. 416 398 1198
Fax. 416 398 0878
wtencer@midcitycapital.ca

From: Willy Tencer <wtencer@midcitycapital.ca>
Sent: Sunday, July 29, 2018 2:52 PM
To: Milton Ault III
Cc: darren@supercrypto.com; joe kalfa; toddault@gmail.com
Subject: Re: Update

Todd, can you tell me what's going on regarding below request? (The note)

Willy Tencer
Blockchain Mining Supply and Services Ltd
200-345 Wilson Ave.
Toronto, On. Canada
M3H5W1

Tel. 416 398 1198
Fax. 416 398 0878
wtencer@midcitycapital.ca

From: Willy Tencer <wtencer@midcitycapital.ca>
Sent: Friday, July 27, 2018 6:40 PM
To: Milton Ault III
Cc: darren@supercrypto.com; joe kalfa; toddault@gmail.com
Subject: Re: Update

Thank you. Tell me what's going on regarding the note.

Willy Tencer
Midcity Capital Ltd.
[200-345 Wilson Ave.](#)
[Toronto, On. Canada](#)
[M3H5W1](#)
Tel. 416 398 1198
Fax. 416 398 0878
wtencer@midcitycapital.ca

From: Milton Ault III <todd@dpwholdings.com>
Sent: Friday, July 27, 2018 6:15 PM
To: Willy Tencer
Cc: darren@supercrypto.com; joe kalfa; toddault@gmail.com
Subject: Re: Update

Wired you another \$10000 today

Friday

On Fri, Jul 27, 2018 at 11:28 AM Willy Tencer <wtencer@midcitycapital.ca> wrote:

Do you have any further updates?

Willy Tencer
Midcity Capital Ltd.
[200-345 Wilson Ave.](#)
[Toronto, On. Canada](#)
[M3H5W1](#)
Tel. 416 398 1198
wtencer@midcitycapital.ca

--

Milton "Todd" Ault III
Chairman & CEO
DPW Holdings, Inc
714-916-8498 Cell

NYSE American (DPW)

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NYSE American (DPW)

--

Best,

Mariah Corbett
Executive Assistant
DPW Holdings, Inc.
(415) 246-5596

--

Thanks,

Todd

Milton "Todd" Ault, III
D: 949-534-AULT (2858)

This message may contain confidential and/or restricted information. If you are not the addressee or authorized to receive this for the addressee, you must not use, copy, disclose, or take any action based on this message or any information herein. This information should only be forwarded or

distributed on a "need to know basis". If you have received this message in error, please advise the sender immediately by reply e-mail and delete this message. Thank you for your cooperation.

Message

From: Milton Todd Ault III [toddault@gmail.com]
Sent: 10/10/2018 11:03:18 PM
To: Willy Tencer [wtencer@midcitycapital.ca]
CC: Milton Ault III [todd@dpwholdings.com]; Darren Magot [darren@supercrypto.com]; Joe Kalfa - NADW [joekalfa@gmail.com]
Subject: Re: last night

Willy I am at home. Darren and I will call you at 10 am our time.

please provide us 15 mins.

I would like to have terms to the lawyers by noon with a settlement

On Wed, Oct 10, 2018 at 9:00 PM Willy Tencer <wtencer@midcitycapital.ca> wrote:
Still Waiting. I'm not waiting past the morning.

Willy Tencer
Blockchain Mining Supply and Services Ltd
200-345 Wilson Ave.
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M3H5W1
Tel. 416 398 1198
Fax. 416 398 0878
wtencer@midcitycapital.ca

From: Milton Ault III <todd@dpwholdings.com>
Sent: Wednesday, October 10, 2018 7:13 PM
To: Willy Tencer; Darren Magot
Subject: Re: last night

Darren,

I have a call with the CFO in 15 mins.

We will need to send to Willy when done.

Todd

On Wed, Oct 10, 2018 at 2:13 PM Willy Tencer <wtencer@midcitycapital.ca> wrote:

Why a few hours? What are you waiting for? Why not send it now? You obviously know what they are?

(this is called communicating)

Willy Tencer
Blockchain Mining Supply and Services Ltd.
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Tel. 416 398 1198

Fax 416 398 0878

wtencer@midcitycapital.ca

From: Milton Ault III [mailto:todd@dpwholdings.com]

Sent: October 10, 2018 5:02 PM

To: Willy Tencer <wtencer@midcitycapital.ca>

Cc: Darren Magot <darren@supercrypto.com>; Joe Kalfa - NADW <joekalfa@gmail.com>

Subject: Re: last night

You will have deal terms tonight.

You will see.

I will follow up in a few hours.

All set

On Wed, Oct 10, 2018 at 2:00 PM Willy Tencer <wtencer@midcitycapital.ca> wrote:

Obviously not.

You are very convincing on the phone but considering you are in default and considering all the slack we have given you I am amazed at your lack of communication.

You are like the boy who cried wolf. I have a hard time believing you.

Sorry, I'm at the end of the line.

I am instructing the Attorney tomorrow to commence the action.

Willy Tencer

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Tel. 416 398 1198

Fax 416 398 0878

wtencer@midcitycapital.ca

From: Milton Ault III [mailto:todd@dpwholdings.com]

Sent: October 10, 2018 9:55 AM

To: Willy Tencer <wtencer@midcitycapital.ca>

Cc: Darren Magot <darren@supercrypto.com>; Joe Kalfa - NADW <joekalfa@gmail.com>

Subject: Re: last night

Call u today we have. Solution

On Wed, Oct 10, 2018 at 5:29 AM Willy Tencer <wtencer@midcitycapital.ca> wrote:

What happened last night? Surprised you did not update me. Good thing I didn't stay up all night waiting for your call.

I need your confirmation by noon.

This needs to end today, one way or the other.

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Thanks,

Todd

Milton "Todd" Ault, III
D: 949-534-AULT (2858)

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Message

From: Milton Ault III [todd@dpwholdings.com]
Sent: 10/10/2018 11:28:02 PM
To: Willy Tencer [wtencer@midcitycapital.ca]
CC: Darren Magot [darren@supercrypto.com]; Joe Kalfa - NADW [joekalfa@gmail.com]
Subject: Re: last night

Willy just saw this. You won't need too.

We have it done

On Wed, Oct 10, 2018 at 9:00 PM Willy Tencer <wtencer@midcitycapital.ca> wrote:
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To: Willy Tencer <wtencer@midcitycapital.ca>

Cc: Darren Magot <darren@supercrypto.com>; Joe Kalfa - NADW <joekalfa@gmail.com>

Subject: Re: last night

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Message

From: Milton Ault III [todd@dpwholdings.com]
Sent: 10/24/2018 6:21:46 AM
To: Willy Tencer [wtencer@midcitycapital.ca]
CC: Darren Magot [darren@supercrypto.com]; Joe Kalfa - NADW [joekalfa@gmail.com]
Subject: Re: FW: Blockchain Mining Supply adv. Super Crypto Mining and DPW Holdings

Hi Willy,

I got your letter from the lawyer.

My lawyer and I met to discuss.

Let's keep the lines with us open.

I will call and talk about the stock plans we have.

Still here my man

Todd

On Wed, Oct 24, 2018 at 8:23 AM Willy Tencer <wtencer@midcitycapital.ca> wrote:

Why am I not surprised you didn't call yesterday at 8:00 PM as Darren had said?

I assume you have seen this letter sent to your attorney yesterday.

You have officially worn me out on this matter.

Willy Tencer
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